Attachment(s):

Type	Description	Date Entered
0	Exhibit 1	12/02/2005

EXHIBIT I

Please see lead application number 0002391997 for further information regarding this transaction.

Reference Copy Only. Do Not Mail to the FCC as an Application.

Submitted: 12/02/2005 at 17:31:42

File Number: 0002395362

FCC 603 Main Form

FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

Approved by OMB 3060 - 0800 See instructions for public burden estimate

General Information

1) /	Application Purpose (Select only one) (TC)	
•		
	AA - Assignment of Authorization AM - Amendment NT - Required Notification (For Consumma	
	TC - Transfer of Control WD - Withdrawal EX - Request for Extension of Time (To Co	onsummate an Assignment or Transfer)
2) II	this application is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending or consented to application currently on file with the FCC.	File Number:
3a)	Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	(Y) <u>Y</u> es <u>N</u> o
3b)	If the answer to 3a is 'Y', provide the File Number of the lead application.	0002391997 File Number:
3c)	Does this application for Assignment of Authorization or Transfer of Control involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	· (Y) <u>Y</u> es <u>N</u> o
4)	Are attachments being filed with this application?	(^Y)Yes <u>N</u> o
Fees	and Waivers	
5a)	Is the applicant exempt from FCC application fees?	(N) <u>Y</u> es <u>N</u> o
	If 'Y', attach an exhibit justifying how the applicant is exempt from FCC application fees.	
5b)	Is a waiver/deferral of the FCC application fees being requested and the application fees are not being submitted in conjunction with this application?	(N) <u>Y</u> es <u>N</u> o
	If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	
6a)	application fee waivers)?	(N) <u>Y</u> es <u>N</u> o
	If 'Y', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	
6b)	If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections:

Additional Transaction Information

7) Has this application for Assignment of Authorization or Transfer of Control already occurred?		(N) Y es	No.
8a) The Assignment of Authorization or Transfer of Control is:	⊠ _{Voluntary}	☐ Inv	oluntar	y
8b) If 8a is 'Involuntary', provide the date that the event occurred:	(MM/DD/YYYY)			
9a) Is this application a pro forma Assignment of Authorization or Transfer of Control?		(N) <u>Y</u> es	<u>N</u> o
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?	and planting of the control of the c	() <u>Y</u> es	<u>N</u> o
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYYY)	i i	_/_	
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.		enant () <u>Y</u> es	<u>N</u> o
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?		() <u>Y</u> es	<u>N</u> o

11) H	low will/has the Assignment of Authorizat	ion or Transfer of Control	be/been accomplished? Select One: (т)	-
<u>s</u>	ale or other assignment of assets	Court order	Reorganization or liquidation		
I	ransfer of stock or other ownership intere	ests			
c	Other (voting trust agreement, manageme	nt contract, etc.):			
Desig	nated Entity Information (If 12a, 12b	or 12c is 'Y', Schedule A	is required to be completed.)		
	Does this application for Assignment of Au originally awarded with bidding credits with		Control involve any licenses that were	() <u>Y</u> es <u>N</u> o
12b)	Does this application for Assignment of Au originally subject to the Commission's ins	uthorization or Transfer of tallment payment plan?	Control involve any licenses that were	() <u>Y</u> es <u>N</u> o
12c)	Does this application for Assignment of A originally granted pursuant to closed bid			() <u>Y</u> es <u>N</u> o
Comr	petition-Related Information				
13)	Does this application for Assignment of a be used for interconnected mobile voice a geographic overlap with another licen indirect interests (of 10 percent or more), could be used to provide interconnected	and/or data services that we se(s) in which the Assigna either as a licensee or spe	ould, if assigned or transferred, create ee/Transferee already holds direct or ectrum lessee/sublessee, and that also	(Y	') <u>Y</u> es <u>N</u> o
		10 10 10 10 10 10 10 10 10 10 10 10 10 1			-
14a)	Does the Assignee/Transferee hold directly has access to 10 MHz or more some Specialized Mobile Radio (SMR) services geographic area?	pectrum in the Cellular Ra	idiotelephone, broadband PCS, or	(Y) <u>Y</u> es <u>N</u> o
14b)	Would/does this application for Assignm of entities providing service (using spectaffected market(s)?			(N) <u>Y</u> es <u>N</u> o
_			The state of the s		
Broad	band Radio Service and Educatio	nal Broadband Servic	e intormation	r	
15a)	Will the requested facilities be used to pro-	ovide multichannel video	program ming?	() <u>Y</u> es <u>N</u> o
15b)	If 15a is 'Y', does the Assignee/Transfer Section 27.1202 of the Commission's Ru located within the geographic area of the	iles) in a cable television s		() <u>Y</u> es <u>N</u> o
	If 'Y', provide an exhibit explaining how to Commission's Rules or justifying a waive requested, 6a must be answered 'Y'.				
16)	Does the Assignee/Transferee comply w 27.1203 of the Commission's Rules?	ith the programming requi	irements contained in Section	() <u>Y</u> es <u>N</u> o
	If 'N', provide an exhibit explaining how the Commission's Rules or justifying a waive requested, 62 must be answered 'X'	•	• · · · · · · · · · · · · · · · · · · ·		

Assignor/Licensee Information							
17) Assignor/Licensee is a(n): (Select One)							
Individual Unincorporated Association	Trust	Gove	ernment E	Entity Corp	poration [Z Limited Liabil	lity Company
General Partnership Limited Partnership	Li	imited Liability	y Partners	ship 🔲 Con	sortium		
Other:							
18) FCC Registration Number (FRN): 0002622041						111 11	
19) First Name (if individual):		MI:	Last	Name:			Suffix:
20) Legal Entity Name (if not an individual): Midwest W	/ireles	s Wisconsin l	L.L.C.				
21) Attention To: Sean Simpson							
	And /Or	23) Street /	Address:	2000 Technology	/ Drive		
24) City: Mankato	111.5 <u> </u>	e Leg		25) State: MN		26). Zip Code: 5	56002
27) Telephone Number: (507)385-2440			28) Fax	Number:			
29) E-Mail Address: sean.simpson@midwestwireless.	.com						
30) Demographics of Assignor/Licensee (Option	nai):		6				
Race: American Indian or Alaska Native	Ethn	nicity: lispanic or Lat	lino	¥.		nder: Male	
Asian	□N	lot Hispanic o	r Latino	The state of the s		Female	
☐ Black or African-American		**************************************		The state of the s			
☐ Native Hawaiian or Other Pacific Islander				1 - 0 - 0 - 0 - 0 - 0 - 0 - 0 - 0 - 0 -			
☐ White	<u> </u>			State of Character		·. =	
Assignor/Licensee Contact Representative			т		<u> </u>		T
31) First Name:		MI:	Last Na	ame:			Suffix:
32) Company Name:					72-5		
33) Attention To:				. ***			
	And /Or	35) Street	Address:		an Shadi Shadisa Shadis Sha Shadis Sha Shadis Sha Sha Sha Sha Sha Sha Sha Sha Sha Sha		
36) City:				37) State:		38) Zip Code:	
39) Telephone Number:			40) Fax	Number:	V	A STATE OF THE STA	
41) E-Mail Address:						\$3 - ###	

SWE AND

Transferor Information (for Transfers of Control only)

42) Transferor is a(n): (Select One)				· · · · · · · · · · · · · · · · · · ·				
☐ Individual ☐ Unincorporated Association ☐ Trust ☐ Government Entity ☐ Corporation ☒ Limited Liability Company								
General Partnership Limited Partnership Limited Liability Partnership Consortium								
Other:								
43) FCC Registration Number (FRN): 0005676416								
44) First Name (if individual):	MI:		Last Na	me:		Suffix:		
45) Legal Entity Name (if not an individual) Midwest W	'ireless	Holdings L.L.	C.					
46) Attention To: Sean Simpson	Y. A. F			•				
47) P.O. Box: ⁴⁰⁶⁹	And /Or	48) Street A	ddress: 2	000 Technology Drive	е			
49) City: Mankato		7 (M) (M) (M) (M)		50) State:MN	51) Zip Cod	e:56002		
52) Telephone Number: (507)385-2440		ere. Egip	53) Fax	Number:				
54) E-Mail Address: sean.simpson@midwestwireless.	com -		Š.					
55) Demographics of Transferor (Optional):		# 1	e Santing					
Race: American Indian or Alaska Native		i city: ispanic or Lati	no		Gender: Male			
Asian	□N	ot Hispanic or	Latino	A CONTROL OF THE CONT	Female			
Black or African-American				Samuel or Markey				
Native Hawaiian or Other Pacific Islander				**************************************				
∐ White	<u> </u>			Haran San Andrews	· Ha			
Transferor Contact Representative								
56) First Name: David	MI:	L	Last Na	me: Nace	San	Suffix: Esq		
57) Company Name: Lukas, Nace, Gutierrez & Sachs	, Chtd.							
58) Attention To:				9 in 1984	See the second of the second o			
59) P.O. Box:	And /Or	60) Street A	\ddress: 1	650 Tysons Blvd., Su	uite 1500			
61) City: McLean 62) State: VA 63) Zip Code; 22102								
64) Telephone Number: (703)584-8661 65) Fax Number:								
66) E-Mail Address: dnace@fcclaw.com								

Assignee/Transferee Information							
67) Assignee/Transferee is a(n): (Select One)							
☐ Individual ☐ Unincorporated Association ☐	Trust	Gove	ernment Ei	ntity X Corp	oration [Limited Li	iability Company
General Partnership Limited Partnership	Li	imited Liability	Partnersh	hip 🔲 Cons	ortium		
Other:							
68) FCC Registration Number (FRN): 0001720101			-				
69) First Name (if individual):		MI:	Last Na	me:			Suffix:
70) Legal Entity Name (if not an individual): ALLTEL C	ommun	ications, Inc.					·
71) Attention To: Wireless Regulatory Supervisor							
72) Real Party in Interest FCC Registration Number (F	RN): 0	001720101		And the Property of the Proper			
73) Name of Real Party in Interest: ALLTEL Commun	ications	s, Inc.					
74) P.O. Box:	And /Or	75) Street A	\ddress:	One Allied Drive,	B2F02-A		
76) City: Little Rock				77) State: AR		78) Zip Cod	de: ⁷²²⁰²
79) Telephone Number: (501)905-8555			80) Fax	Number: (501)90	5-6193		
81) E-Mail Address:		\-\frac{1}{2}		\$ 6 .v.			
82) Demographics of Assignee/Transferee (Opt	tional)):		Young II			
Race: American Indian or Alaska Native	Ethn	nicity: lispanic or Lati	ino			nder: Male	
Asian		lot Hispanic or	\$54.			Female	
Black or African-American			**	*****	1 205.0		
Native Hawalian or Other Pacific Islander							
☐ White			- 	Age at the second secon			
Assignee/Transferee Contact Representative (i						iki ya	
83) First Name: Cheryl	M	ll: A	Last Na	ame: Tritt	100 m		Suffix:
84) Company Name: Morrison & Foerster LLP					Particular of the second of th	And the state of t	
85) Attention To:						an Artista Art	
86) P.O. Box:	And /Or	87) Street A	Address:	2000 Pennsylvan	ia Avenu	re, NW, Suite	5500
88) City: Washington				89) State: DC		90) Zip Co	ode: 20006
91) Telephone Number: (202)887-1510		:	92) Fax	Number: (202)88	7-0763		Sydney or the control of the control
93) E-Mail Address: CTritt@mofo.com							

Ownership Disclosure Information

94a) Is the Assignee/Transferee required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	(Y) <u>Y</u> es <u>N</u> o
94b) If 94a is 'Y', provide the File Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: 0002398413

Alien Ownership Information

with Ownership intolination.	
95) Is the Assignee/Transferee a foreign government or the representative of any foreign government?	(N) <u>Y</u> es <u>N</u> o
96) Is the Assignee/Transferee an alien or the representative of an alien?	(N) <u>Y</u> es <u>N</u> o
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	(N) <u>Y</u> es <u>N</u> o
98) Is the Assignee/Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N) <u>Y</u> es <u>N</u> o
99a) Is the Assignee/Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(N) <u>Y</u> es <u>N</u> o
99b) If 99a is 'Y', has the Assignee/Transferee received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this application?	() <u>Y</u> es <u>N</u> o
If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	

Basic Qualification Information

100) Has the Assignee/Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission?	(N) <u>Y</u> es <u>N</u> o
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	(N) <u>Y</u> es <u>N</u> o
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly controlling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	(N) <u>Y</u> es <u>N</u> o

Assignor/Transferor Certification Statements

- 1) The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules.
- 2) The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 3) The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign									
103) First Name:		MI:	Last Name:	Suffix:					
Dennis			Miller						
	<u> </u>								
104) Title: President and CEO	Chapter of the house of the chapter	r -							
Signature:	\$**. Z.	4).		105) Date:					
Dennis Miller				12/02/2005					

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

- 1) The Assignee/Transferee certifies either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers. See Section 1.948(c)(1) of the Commission's Rules.
- 2) The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.*
 - *If the Assignee/Transferee has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee/Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.
- 5) The Assignee/Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- The Assignee/Transferee certifies that neither it not any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the Commission's Rules for the definition of "party to the application" as used in this certification.
- 7) The Assignee/Transferee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

106) First Name:	MI:	Last Name:	Suffix:
Glenn	S	Rabin	
107) Title: Vice President - Federal Communications			
Signature: Glenn S Rabin			108) Date: 12/02/2005

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Authorizations To Be Assigned or Transferred

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKN396	CL - Cellular						Y

Attachment(s):

Туре	Description	Date Entered
0	Exhibit 1	12/02/2005

EXHIBIT I

Please see lead application number 0002391997 for further information regarding this transaction.

Reference Copy Only. Do Not Mail to the FCC as an Application.

Submitted: 12/02/2005 at 18:09:11 **File Number:** 0002395398

FCC 603 Main Form

FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

Approved by OMB 3060 - 0800 See instructions for public burden estimate

General Information

1) Application Purpose (Select only one) (TC)	
AA - Assignment of Authorization AM - Amendment TC - Transfer of Control WD - Withdrawal EX - Request for Extension of Time (To Co	
If this application is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending or consented to application currently on file with the FCC.	File Number:
3a) Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	(Υ) <u>Y</u> es <u>N</u> o
3b) If the answer to 3a is 'Y', provide the File Number of the lead application.	0002391997 File Number:
3c) Does this application for Assignment of Authorization or Transfer of Control involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	(Y) <u>Y</u> es <u>N</u> o
4) Are attachments being filed with this application?	(^Y) <u>Y</u> es <u>N</u> o
Fees and Waivers	- And the Control of
5a) Is the applicant exempt from FCC application fees?	(N) <u>Y</u> es <u>N</u> o
If 'Y', attach an exhibit justifying how the applicant is exempt from FCC application fees.	
5b) Is a waiver/deferral of the FCC application fees being requested and the application fees are not being submitted in conjunction with this application?	(N) <u>Y</u> es <u>N</u> o
If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	
6a) Does this application include a request for waiver of the Commission's rules (other than a request for application fee waivers)?	(N) <u>Y</u> es <u>N</u> o
If 'Y', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	
6b) If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections:

Additional Transaction Information

Additional Transaction information				
7) Has this application for Assignment of Authorization or Transfer of Control already occurred?		(N) <u>Y</u> es	<u>N</u> o
8a) The Assignment of Authorization or Transfer of Control is:	⊠ _{Voluntary}	☐ Inv	/oluntar	у
8b) If 8a is 'Involuntary', provide the date that the event occurred:	(MM/DD/YYYY)			
9a) Is this application a pro forma Assignment of Authorization or Transfer of Control?		(N) Yes	<u>N</u> o
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?		() <u>Y</u> es	<u>Ņ</u> о
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYYY)		1	
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.	The color of the c	/ *) <u>Y</u> es	<u>N</u> o
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?		() <u>Y</u> es	<u>N</u> o

FCC 603 - Main Form August 2005 - Page 1

11\ L	ow will/has the Assignment of Authorizati	on or Transfer of Control	I halhaan accomplished? Salact One: I	-)	
	ow will/has the Assignment of Authorizati ale or other assignment of assets	Court order	Reorganization or liquidation	1 /	•
	ransfer of stock or other ownership interes	_	Noorganization of inquisation		
_	Maria de la compania de la compania La compania de la co				
Ö	ther (voting trust agreement, managemen	t contract, etc.):		<u> </u>	
Desig	nated Entity Information (If 12a, 12b	or 12c is 'Y', Schedule A	A is required to be completed.)		
	Does this application for Assignment of Au originally awarded with bidding credits with		Control involve any licenses that were	(N	ı) <u>Y</u> es <u>N</u> o
	Does this application for Assignment of Au originally subject to the Commission's inst		Control involve any licenses that were	() <u>Y</u> es <u>N</u> o
12c)	Does this application for Assignment of Au originally granted pursuant to closed bidd	thorization or Transfer of ling within the last five ye	f Control involve any licenses that were ears?	() <u>Y</u> es <u>N</u> o
<u></u>	Aition Doloted Information				
Comp	etition-Related Information	i i i i i i i i i i i i i i i i i i i			
13)	Does this application for Assignment of A be used for interconnected mobile voice a geographic overlap with another licens indirect interests (of 10 percent or more), could be used to provide interconnected	ind/or data services that we se(s) in which the Assign either as a licensee or sp	would, if assigned or transferred, create nee/Transferee afready holds direct or nectrum lessee/sublessee, and that also	() <u>Y</u> es <u>N</u> o
14a)	Does the Assignee/Transferee hold directly already has access to 10 MHz or more specialized Mobile Radio (SMR) service geographic area?	pectrum in the Cellular R	adiotelephone, broadband PCS, or	() <u>Y</u> es <u>N</u> o
14b)	Would/does this application for Assignme of entities providing service (using spectraffected market(s)?	ent of Authorization or Tr um in any of the three se	ansfer of Control reduce the number ervices listed in item 14a) in the	() <u>Y</u> es <u>N</u> o
Вгоа	Iband Radio Service and Education	nal Broadband Servi	ce Information		
15a)	Will the requested facilities be used to pr	ovide multichannel video	programming?	() <u>Y</u> es <u>N</u> o
15b)	If 15a is 'Y', does the Assignee/Transfer Section 27.1202 of the Commission's Ru located within the geographic area of the	les) in a cable television	ave attributable interest (as defined in system whose franchise area is	· () <u>Y</u> es <u>N</u> o
	If 'Y', provide an exhibit explaining how the Commission's Rules or justifying a waive requested, 6a must be answered 'Y'.	ne Assignee/Transferee r of that rule. If a waiver	complies with Section 27,1202 of the rof the Commission's Rule(s) is being		
16)	Does the Assignee/Transferee comply w 27.1203 of the Commission's Rules?	ith the programming req	uirements contained in Section	The first state of the state of) <u>Y</u> es <u>N</u> o
	If 'N', provide an exhibit explaining how the Commission's Rules or justifying a waive requested, 6a must be answered 'Y'.	ne Assignee/Transferee or of that rule. If a waiver	complies with Section 27.1203 of the of the Commission's Rule(s) is being	Control of the contro	

Assignor/Licensee Information							
17) Assignor/Licensee is a(n): (Select One)							
☐ Individual ☐ Unincorporated Association ☐	Trust	Gove	mment Er	ntity	oration [Limited Liability	Company
General Partnership Limited Partnership] Lis	mited Liability	Partnersh	nip 🔲 Consc	ortium		
Other:							:
18) FCC Registration Number (FRN). 0003914462							
19) First Name (if individual):		MI:	Last N	Name:			Suffix:
20) Legal Entity Name (if not an individual): Switch 200	00 L.L.	C.				<u></u>	
21) Attention To: Sean Simpson							
	And /Or	23) Street /	Address: '	2000 Technology	Drive		
24) City: Mankato	. WE			25) State: MN		26) Zip Code: 560	002
27) Telephone Number: (507)385-2440			28) Fax	Number:			
29) E-Mail Address: sean.simpson@midwestwireless	.com		· ·				
30) Demographics of Assignor/Licensee (Option	nal):						
Race: American Indian or Alaska Native	Ethn	i city: ispanic or Lai	ino			nder: Male	
Asian	Пи	ot Hispanic o	r Latino			Female	
Black or African-American			riga Pir	The state of the s	ļ		
Native Hawaiian or Other Pacific Islander			200 - 100 -				
☐ White			277	May p y			
Assignor/Licensee Contact Representative	$\overline{}$		Ι	1. J		* Andrews	D. 155
31) First Name:		MI:	Last Na	ime:		To the second se	Suffix:
32) Company Name:				Variety 2 / 2 / 2 / 2 / 2 / 2 / 2 / 2 / 2 / 2	- A	erwijs	
33) Attention To:				(विशृह		A Control of the Cont	
34) P.O. Box:	And /Or	35) Street	Address:		9422 () 1942 () 1943 (1) 1943 (1)		
36) City:				37) State:		38) Zip Code:	
39) Telephone Number:			40) Fax	Number:	Part of the second seco	The state of the s	or Territoria Territoria
41) E-Mail Address:							10 10 10 10 10 10 10 10 10 10 10 10 10 1

The second secon

Transferor Information (for Transfers of Control only)

42) Transferor is a(n): (Select One) Individual Unincorporated Association	Trust	Gove	mment Er	ntity Corporation	☑ Limited Liabili	ty Company
General Partnership Limited Partnership Limited Liability Partnership Consortium Other:						
43) FCC Registration Number (FRN): 0005676416						
44) First Name (if individual):	MI:		Last Nar	ne:		Suffix:
45) Legal Entity Name (if not an individual): Midwest Wireless Holdings L.L.C.						
46) Attention To: Sean Simpson						
47) P.O. Box: ⁴⁰⁶⁹	And /Or	48) Street A	ddress: 20	000 Technology Drive		
49) City: Mankato	1			50) State:MN	51) Zip Code: ⁵⁶	6002
52) Telephone Number: (507)385-2440	工度 一种原理 \$1000000000000000000000000000000000000					
54) E-Mail Address: sean.simpson@midwestwireless.	com ·	The property of the property o				
55) Demographics of Transferor (Optional):		Market Control				
Race: American Indian or Alaska Native	Ethn	icity: spanic or Lat	ino		ender: Male	
Asian	□N	ot Hispanic or	Latino	C	Female	
Black or African-American			and the second second			
Native Hawaiian or Other Pacific Islander			ASS Day			
White	<u> </u>					
Transferor Contact Representative						Υ
56) First Name: David	MI:	L	Last Na	me: Nace	Combined State of the	Suffix: Esq
57) Company Name: Lukas, Nace, Gutierrez & Sachs	, Chtd.			77.2 (A)		
58) Attention To:						
59) P.O. Box:	And /Or	60) Street	Address: 1	650 Tysons Blvd., Suite	1500	
61) City: McLean 62) State: VA 63) Zip Code: 22102						22102
64) Telephone Number: (703)584-8661 65) Fax Number:					Tale Control of Control Contro	
66) E-Mail Address: dnace@fcclaw.com						

Assignee/Transferee Information							
67) Assignee/Transferee is a(n): (Select One)							
☐ Individual ☐ Unlincorporated Association ☐	Trust	Gover	mment En	tity 🗓 Corporati	ion 🔲 l	imited Liabilit	y Company
General Partnership	Lir	nited Liability	Partnersh	ip 🔲 Consortiu	ım		
Other:							
68) FCC Registration Number (FRN): 0001720101			·				
69) First Name (if individual):		MI:	Last Nar	ne:			Suffix:
70) Legal Entity Name (if not an individual); ALLTEL Co	ommun	ications, Inc.					
71) Attention To: Wireless Regulatory Supervisor						··-	
72) Real Party in Interest FCC Registration Number (FI	RN): 0	001720101					
73) Name of Real Party in Interest: ALLTEL Communi	cations	, inc.					
74) P.O. Box:	And /Or	75) Street A	ddress:	One Allied Drive, B2F	F02-A		
76) City: Little Rock		The second secon	7 7 7 7 7 7 7	77) State: AR	78	Zip Code: ⁷⁸	2202
79) Telephone Number: (501)905-8555			80) Fax I	Number: (501)905-6	193		
81) E-Mail Address:			And the second s				
82) Demographics of Assignee/Transferee (Opt	ional)	The state of the s		ing distribution of the second			
Race: American Indian or Alaska Native	Ethn	i city: ispanic or Lat	ino 🌷		Gender Male		
Asian	□ N	ot Hispanic o	Latino		Fem	ale	
Black or African-American							
Native Hawaiian or Other Pacific Islander					The state of the s		
☐ White	<u>i</u>			To the second se	<u>+ 444</u> - 47		
Assignee/Transferee Contact Representative (i	- 1		1	V 24	3.5	· '955,	0.#
83) First Name: Cheryl	М	I: A	Last Na	me: Tritt	27. Militar (1992)	Control of the contro	Suffix:
84) Company Name: Morrison & Foerster LLP				<u></u>	About Annual Control of the Control	A STATE OF THE STA	
85) Attention To:					2000		
86) P.O. Box:	And /Or	87) Street	Address:	2000 Pennsylvania /	Avenue, N	IW, Suite 550	0
88) City: Washington				89) State: DC	9	00) Zip Code:	20006
91) Telephone Number: (202)887-1510			92) Fax	Number: (202)887-0	763	The second secon	ggaz. odi.
93) E-Mail Address: CTritt@mofo.com							

Ownership Disclosure Information

94a) Is the Assignee/Transferee required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	(Y) <u>Y</u> es <u>N</u> o
94b) If 94a is 'Y', provide the File Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: 0002398413

Alien Ownership Information

Mien Ownership Information	
95) Is the Assignee/Transferee a foreign government or the representative of any foreign government?	(N) <u>Y</u> es <u>N</u> o
96) Is the Assignee/Transferee an alien or the representative of an alien?	(N) <u>Y</u> es <u>N</u> o
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	(N) <u>Y</u> es <u>N</u> o
98) Is the Assignee/Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N,)Yes <u>N</u> o
99a) Is the Assignee/Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(N) <u>Y</u> es <u>N</u> o
99b) If 99a is 'Y', has the Assignee/Transferee received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this application?	() <u>Y</u> es <u>N</u> o
If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	~

Basic Qualification Information

100) Has the Assignee/Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission?	(N) <u>Y</u> es <u>N</u> o
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	(N) <u>Y</u> es <u>N</u> o
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly controlling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	

Assignor/Transferor Certification Statements The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules. The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by 2) reference are material, are part of this application, and are true, complete, correct, and made in good faith. The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency. 3) Typed or Printed Name of Party Authorized to Sign Last Name: Suffix: 103) First Name: Miller Dennis 104) Title: President and CEO 105) Date: Signature:

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Dennis Miller

12/02/2005

- 1) The Assignee/Transferee certifies either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Section 1.948(c)(1) of the Commission's Rules.
- 2) The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.*
 - *If the Assignee/Transferee has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee/Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.
- 5) The Assignee/Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee/Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the Commission's Rules for the definition of "party to the application" as used in this certification.
- 7) The Assignee/Transferee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

106) First Name: Glenn	MI: S	East Name: Rabin	Suffix:		
107) Title: Vice President - Federal Communications	ns The state of th				
Signature: Glenn S Rabin		は、第二年 (1977年) - 1988年 (1977年) - 1988年 (1977年) - 1988年 (1987年)	108) Date: 12/02/2005		

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Authorizations To Be Assigned or Transferred

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPQR580	TN - 39 Ghz, Auctioned						N
WPQR581	TN - 39 Ghz, Auctioned					·····	N
WPQR582	TN - 39 Ghz, Auctioned						N
WPQR583	TN - 39 Ghz, Auctioned						N
WPQR584	TN - 39 Ghz, Auctioned						N
WPQR585	TN - 39 Ghz, Auctioned						N
WPQR586	TN - 39 Ghz, Auctioned						N

Attachment(s):

Туре	Description	Date Entered
0	Exhibit 1	12/02/2005

EXHIBIT I

Please see lead application number 0002391997 for further information regarding this transaction.